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*Attorneys for Defendant  
Watermaster of America, Inc.*

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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APPLIED TECHNOLOGY LIMITED, : 07 CV 6620 (LTS)  
Plaintiff, :  
-against- :  
WATERMASTER OF AMERICA, INC., :  
Defendant. :  
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**DECLARATION OF THOMAS J.  
FITZGERALD IN OPPOSITION TO  
MOTION TO DISQUALIFY  
WILLIAM R. HANSEN AND  
LATHROP & GAGE L.C. AS  
ATTORNEYS FOR WATERMASTER  
OF AMERICA, INC.**

-----x  
WATERMASTER OF AMERICA, INC., :  
Counter-Plaintiff, :  
-against- :  
APPLIED TECHNOLOGY LIMITED, :  
JOHN FETTER and FETTER &  
HENDERSON, LTD., :  
Counter-Defendants. :  
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THOMAS J. FITZGERALD hereby declares:

1. I am associated with the firm of Lathrop & Gage L.C., attorneys for the Defendant and Counter-Plaintiff Watermaster of America, Inc. ("Watermaster"). I am fully familiar with the facts and circumstances surrounding within action.

2. In a concurrent matter, the Defendant, John Fetter ("Mr. Fetter") has commenced a Uniform Domain Name Dispute Proceeding ("UDRP") by and through his attorney William J. Sapone ("Mr. Sapone") and the law firm Coleman Sudol Sapone, P.C. ("Coleman Sudol Sapone") before the National Arbitration Forum concerning the domain name BATTERYVITAMIN.COM. The Complaint in this UDRP proceeding is attached to the Declaration of Rosalie Schink as Exhibit C.

3. Mr. Sapone and his firm have regular dealings with Rosalie Schink ("Ms. Schink"), the current President and Owner of Watermaster regarding the progress of patents upon inventions which play an integral role in the business of Watermaster and upon which Robert Morris, the founder of Watermaster, is a named inventor. Correspondence to Watermaster and to Ms. Schink from Mr. Sapone concerning these integral patents is attached hereto as Exhibit "A."

4. Upon learning that Mr. Sapone represents Watermaster in patent matters, it was troubling to learn that Mr. Sapone initiated a UDRP proceeding against Watermaster concerning a domain name used by Watermaster to sell the very invention commonly called Batteryvitamin.

5. In preparing a response to the Complaint in the UDRP proceeding, I reviewed the documents attendant to the Complaint. I reviewed the cover letter to the Complaint in the UDRP proceeding dated October 25, 2007, attached hereto as Exhibit

"B," and noted that the letterhead contained the name "Bruce D. Johnson" in the letterhead as an "of counsel" member of Coleman Sudol Sapone, P.C.

6. As recently as November 5, 2007, Mr. Johnson continues to practice under the name Johnson & Associates with the street address as the New York Office of Coleman Sudol Sapone, P.C. Attached as Exhibit "C" is a recent letter copied to Mr. Hansen by Mr. Johnson.

I declare under the penalty of perjury that the foregoing is true and correct to the best of my knowledge.

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s/Thomas J. FitzGerald

Thomas J. FitzGerald

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